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John H. Fisher, II, Esq.*

*Florida Bar Board Certified
In Health Care Law

March 23, 1999

Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32301

Attention: Division of corporations

Re: Articles of Incorporation For
Optimum Health Marketing, L.L.C.
(a corporation for profit)

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-03/26/99-01021--003
***293.75 ***293.75

Gentlemen:

Enclosed herein please find an original and one copy of properly executed Articles of Organization and Acceptance of Resident Agent for **Optimum Health Marketing, L.L.C.**, a for limited liability company, for filing. Also, enclosed is our check in the amount of \$293.75, made payable to Florida Secretary of State, to cover the following costs:

Filing Fee for Articles of Organization	\$250.00
Resident Agent Fee	\$35.00
Certified Copy Fee	\$8.75
TOTAL	\$293.75

Please forward the certified copy of the Articles of Organization to the undersigned.
Thank you for your courteous cooperation.

Sincerely yours,

John H. Fisher, II

JHF/rdt
Enclosures

John Fisher GAVE
AUTHORIZATION BY PHONE TO
CORRECT h/a name
DATE 4/5/99
DOC. EXAM MGT

Name Availability
Document Examiner
Updater
Updater Verifier
Acknowledgement
W. P. Verifier

John H. Fisher, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 PM 1:24

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

The undersigned members of this Limited Liability Company pursuant to these Articles of Organization hereby form a limited liability company under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Limited Liability Company is: **Optimum Health Marketing, L.L.C.** The mailing address and street address of the Limited Liability Company is: **1749 Long Bow Lane, Clearwater, Florida 33764.**

ARTICLE II

Term of Existence

This Limited Liability Company shall have perpetual existence, commencing upon filing of these articles of organization with the Florida Secretary of State.

ARTICLE III

Purpose

This Limited Liability Company is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Powers

The Limited Liability Company shall have all powers reasonable and necessary to carry out its legal purposes.

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ARTICLE V

Management

This Limited Liability Company shall be managed by its Managing Member and the name and address of the managing member is as follows:

Optimum Health & Performance, Inc. 1749 Long Bow Lane, Clearwater, FL 33764

ARTICLE VI

Admission of Additional Members

Additionally members may only be admitted upon the majority vote of all current Members in accordance with percentage of membership interest.

ARTICLE VII

Member's Rights To Continue Business

The remaining members of the Limited Liability Company shall not have the right to continue the business of the Limited Liability Company in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member of this Limited Liability Company.

ARTICLE VIII

Affidavit of Membership and Contribution

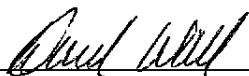
The undersigned Members of this Limited Liability Company hereby certify that:

- 1) This Limited Liability Company has at least one (1) Member;
- 2) The total amount of cash contributed by the Members is: \$1,000.00
- 3) The agreed value of property other than cash contributed by the members is: \$00.00.

- 4) The total amount of cash and property contributed or anticipated to be contributed
by the Members is : \$1,000.00

IN WITNESS WHEREOF, the undersigned Members execute these Articles of
Organization and the Affidavit of Membership Contribution set forth in Article VIII above, this _____
day of February, 1999. In accordance with Section 608.408(3), Florida Statutes, the execution of
this affidavit constitutes affirmation under the penalties of perjury that the facts stated herein are true.

OPTIMUM HEALTH & PERFORMANCE, INC.

BY : 
David Wall, Its President

SOLOMON/SOLOMON & ASSOCIATES, INC.

BY : 
Solomon McCluster, Its Vice President

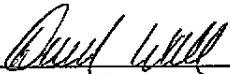
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA:


1. The name of the Limited Liability Company is: **Optimum Health Marketing, L.L.C.**
2. The name and the Florida Street address of the registered agent are:
David Wall
1749 Long Bow Lane, Clearwater, Florida 33764.

The undersigned Members hereby execute this appointment of Registered Agent for the above named Limited Liability Company.

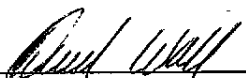
OPTIMUM HEALTH & PERFORMANCE, INC.

BY : 
David Wall, It's President

SOLOMON/SOLOMON & ASSOCIATES, INC.

BY : 
Solomon McCluster, Its Vice President

Having been named Registered Agent and designated to accept service of process for the within stated Limited Liability Company, at the place designated herein, I hereby agree accept the appointment as registered agent and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent.


David Wall

Dated the 8th day of March, 1999.